

BEFORE THE FEDERAL ELECTION COMMISSION

In the Matter of
Foundation for Accountability and Civic Trust
1717 K. Street, Suite 900
Washington, DC 20006

MUR No. 6916

**RESPONSE OF COOPER FOR CONGRESS COMMITTEE TO THE COMPLAINT OF
THE FOUNDATION FOR ACCOUNTABILITY AND CIVIC TRUST**

Comes now, the Cooper for Congress Committee ("Committee") and Robert A. Davidson as treasurer, by and through counsel, and respond to the Complaint filed against the Committee by the Foundation for Accountability and Civic Trust (the "Foundation").

I. INTRODUCTION

The Foundation has filed this Complaint against the Committee and 399 other respondents alleging an illegal coordination scheme to allow NGP VAN, Inc. ("NGP") and Catalist, LLC ("Catalist") to access the Committee's database information to share with other Democratic campaigns and interest groups in avoidance of federal campaign-finance laws. None of the allegations, even if taken as true, implicate any impermissible conduct by the Committee, and the Complaint fails to allege any facts upon which the Federal Election Commission ("Commission") could conclude that there is reason to believe that the Committee violated any federal campaign-finance laws. As discussed in greater detail in this Response, the Committee has a contractual relationship with NGP to use NGP's web-based platform to manage its campaign data and to generate and file campaign-finance reports with the Commission. The contract between the Committee and NGP precludes NGP from sharing the Committee's campaign information with other committees or organizations, and the Committee has not

authorized NGP to do so. The Committee has no relationship, contractual or otherwise, with Catalist and does not share its campaign data with Catalist. Thus, the Complaint's allegations against the Committee are meritless and the Complaint should be dismissed as to the Committee.

II. FACTUAL BACKGROUND AND ARGUMENT

A. The Complaint fails to meet the requirements for a proper complaint.

Regulations promulgated by the Commission require a complainant to clearly and concisely recite the facts describing a violation of a statute or regulation for which the Commission has jurisdiction. 11 C.F.R. 111.4(d)(3). As such, unwarranted legal conclusions or mere speculation will not be considered as true. MUR 4960 (Hillary Rodham Clinton for U.S. Senate Exploratory Committee, Inc.), Statement of Reasons of Commissioners David M. Mason, Karl J. Sandstrom, Bradley A. Smith and Scott E. Thomas at 2. The Complaint fails to provide a single fact to support its allegations that the Committee violated federal campaign-finance law or the Commission's regulations. The Committee and the 399 other respondents appear to have been named in this action primarily because they are campaign committees for Democratic candidates. The complainants have failed to verify the facts surrounding the Committee and the other respondents. Thus, the allegations are baseless, and the Commission should dismiss the Complaint as to the Committee.

B. The contractual relationship between Cooper for Congress Committee and NGP does not allow NGP to release or share the Committee's campaign data.

On June 3, 2008, the Committee executed a Subscription, License and Lease Agreement ("Agreement") with NGP. A copy of the Agreement is attached hereto as **Exhibit 1**. Pursuant to the Agreement, NGP granted the Committee a license to use NGP's software—specifically its contribution web package—and to lease capacity on NGP's servers. The contribution web

package allows the Committee to use NGP's web-based platform to manage its campaign data and to generate and file campaign-finance reports with the Commission. Section 7(b) of the Agreement provides that any data specific to the Committee's e-mail, online contributions or volunteer sign ups are the property of the Committee and shall not be used by NGP for any purposes other than those in connection with the license agreement. This limitation is amplified by the privacy policy of NGP, which contains almost identical language. A copy of the privacy policy is attached as Exhibit 2. In addition, the NGP software contains protections guarding against unauthorized access to the Committee's data. For example, NGP displays the Committee's information on an exclusive webpage, which requires the Committee's employees or agents to enter unique log-ins and passwords to access the database and the information contained therein. This log-in only permits access to the information contained in the Committee's own database. In addition to the provisions of the Agreement and the protections provided by the NGP software, the Committee has never authorized NGP to release its data to any third party, including Catalist.

C. Cooper for Congress Committee has no relationship with Catalist, contractual or otherwise.

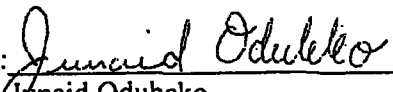
The Committee has no contractual relationship with Catalist and has never authorized release of its data to Catalist, either directly or through a third party. The information contained in the Committee's database is entered by employees of the Committee from data exclusively created by the Committee based on its own campaign-related activities. Moreover, the Committee has not received any data or information from Catalist. These actions belie the allegations that the Committee either participated in a coordination scheme with NGP and Catalist or benefitted from any such scheme.

CONCLUSION

As demonstrated by the facts set forth in this Response, the allegations of the Complaint against the Committee are meritless. The Committee has no contractual relationship with Catalist and has never authorized the release of its campaign data to Catalist. Moreover, the Committee has never received any information or data from Catalist. The Committee's use of the NGP platform is limited to managing its campaign data and generating and filing campaign-finance reports with the Commission. Moreover, the agreement between the Committee and NGP expressly prohibits NGP from releasing any of the Committee's data to third parties. Further, the Committee has never authorized NGP to release the Committee's data to any third party, including Catalist. The facts of this matter establish that the Committee has not benefited from any alleged illegal coordination scheme as set forth in the Complaint. For these reasons, the Commission should dismiss the Complaint filed by the Foundation for Accountability as to the Committee.

Respectfully submitted,

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EXHIBIT 2

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Privacy Policy

NGP VAN, Inc., respects the privacy of all users of our Web site, Web-based software products and related online services. NGP VAN is committed to honoring and protecting the privacy of our clients' lists and data, as well as the personal information of their donors, supporters, volunteers, and Web site visitors.

This document outlines our privacy policy and explains what we do with the information collected using our online products and services.

If you visit the NGP VAN Web site at www.ngpvan.com:

Information Collection and Use

We collect the domain name and e-mail address (where possible) of visitors to our Web site, the e-mail addresses of those who communicate with us via e-mail, aggregate information on what pages visitors access or visit, user-specific information on what pages visitors access or visit, information volunteered by the visitor, such as survey information and/or site registrations, name and address, telephone number, fax number.

We use cookies to record session information.

Upon request we provide site visitors with access to contact information (e.g., name, address, phone number) that we maintain about them. Customers can access this information by contacting us using the contact information below.

Use of Collected Information

The information we collect may be used to improve the content of our Web site; used to customize the content and/or layout of our page for each individual visitor; used to notify consumers about updates to our Web site; disclosed when legally required to do so at the request of governmental authorities conducting an investigation; to verify or enforce compliance with the policies governing our Web site and applicable laws; or to protect against misuse or unauthorized use of our Web site.

Persons who supply us with their telephone numbers or e-mail addresses on-line may receive contact from us regarding orders they have placed on-line or with information regarding new products and services or upcoming events. If you do not wish to receive such telephone calls or e-mail messages, please let us know by contacting us using the information below.

We will not share information with any other organization.

If you are a client using the NGP database:

Any data you enter in the software as well as any data specific to your e-mail list, volunteer sign-ups or online contributions are your property and will not be used by NGP VAN for any purpose other than in connection with the performance of the services you have purchased.

NGP VAN makes every effort to follow industry standard security measures to prevent the loss, misuse or alteration of the information under our control. We do not sell, trade, exchange, or reveal to anyone the specific or individual-level information in any data you provide us for conversion and/or import into our software, collect through our online tools, or store on our servers.

We may, from time to time, analyze client data and usage statistics at an aggregate level, to help us improve our performance and service offerings, to describe our service to prospective business partners and other third parties, for use in NGP VAN's advertising and marketing media, or for other uses. In this process, third parties never have access to the specific information in your database.

NGP VAN's standard License Agreement and Standard Terms and Conditions require you to consent to NGP VAN occasionally revealing your name for the purpose of testimonial or reference, or for use in our advertising and marketing media. To request privacy or removal of your name from our materials, please contact us using the information below.

If you are a visitor to the Web site of an NGP VAN client:

When you see the "Powered by NGP VAN" graphic at the bottom of a Web page, it means the organization is a client of NGP VAN and is using our services to collect and store information about donors, supporters, volunteers, and Web site visitors.

What information does an NGP VAN client collect about you and what does NGP VAN do with it?

When you make an online contribution, sign up for an NGP VAN client's mailing list or volunteer opportunities, or perform some other online action on a client's website, you will be asked to submit your name, address, phone number, e-mail address and other contact information. That information is stored in a database on NGP VAN servers that can be accessed only by the specific organization to which you contribute or with which you sign up. Information about that transaction may also be stored on your computer in the form of a cookie or functionally equivalent technology to facilitate future interactions.

When you make an online contribution to an NGP VAN client, you will also be asked to submit your credit card information and certain other information required by federal or state election laws. The credit card information is used solely to process your payment and is never stored on any of our servers. The amount of your contribution and the other required information are stored in a database on our servers that can be accessed only by the specific organization to which you have contributed.

The transmission of this information is encrypted using Secure Sockets Layer (SSL) technology.

Does NGP VAN disclose any of your personal information?

NGP VAN does not sell, trade, exchange, or reveal individual information to any third parties other than as described above.

The use of your personal information by the organization to which you submitted it is governed by that organization's privacy policy. If you have questions about an organization's privacy policy and how they use your information, you should contact them directly.

Will NGP VAN use its clients' data for direct mailings to you?

NGP VAN does not contact the people in its clients' databases for any purpose.

You may, however, receive e-mail sent through our e-mail servers from the organization to which you contributed or with which you signed up. One of the services we provide to our clients enables them to send e-mail to their donors, supporters, and volunteers through our servers.

How can you correct or change your information, or unsubscribe from an NGP VAN client's mailing list?

You should contact the organization directly to correct or change the information they have about you or to unsubscribe from their mailing list. NGP VAN's agreement with its clients prohibits us from modifying the data they have collected without their express permission with the exception of unsubscribe requests.

Any and all e-mails sent by our mail servers have an unsubscribe link that is generated by our system. Unsubscribe requests can also be sent to the points of contact listed below. We will process all unsubscribe requests within two business days of receiving them.

What else should you know about your privacy?

Keep in mind that political candidates and organizations that use your contributions to support candidates are required by state and federal laws to file periodic campaign finance reports, which disclose in detail the contributions they have received. Therefore, if you give over the threshold, your name, address, employer, occupation, the amount of any contributions you make, as well as any other required information will be disclosed in the reports they file with the Federal Election Commission and equivalent state agencies as required by the appropriate law. The information in those reports then becomes part of the public record.

The information collected may also be: used to improve the content of the Web site; used to customize the content and/or layout of our page for each individual visitor; used to notify consumers about updates to the Web site; disclosed when legally required to do so at the request of governmental authorities conducting an investigation; to verify or enforce compliance with the policies governing the Web site and applicable laws; or to protect against misuse or unauthorized use of the Web site.

Persons who supply their telephone numbers or e-mail addresses on-line may receive contact from that organization in accordance with that organization's policies. If you do not wish to receive such telephone calls or e-mail messages, please let them know by contacting them directly.

Furthermore, while we do our best to protect your personal information, NGP VAN cannot ensure or warrant the security of any information you transmit through our service, and you do so at your own risk. Please be careful whenever you are online.

The following applies to everyone:

Security

We employ servers located in datacenters with access by bonded personnel only.

Database access is only granted to employees who require it for updating or maintaining the data and servers. All sensitive information such as passwords or credit card information is passed through a secure server using SSL encryption and, if stored locally, is encrypted in the database.

Opt Out/Unsubscribe Requests

Any and all mass e-mails sent by our mail servers have an unsubscribe link that is generated by our system. Unsubscribe requests can also be sent to the points of contact listed below. We will process all unsubscribe requests within five business days of receiving them.

IP Addresses

NGP VAN logs IP addresses of users for internal purposes only. We use IP addresses for diagnostic purposes when an error or bug is reported; that way we can track the exact steps a user took that produced the error. At a client's request, we may also use IP addresses to restrict access to that client's service to computers within a specific block of IP addresses. We also use IP addresses to restrict repeat voting in Web-based polls or surveys that we've designed for client Web sites.

Cookies

Certain features of our services require that each Web page recognize your entire visit and remember which steps you have taken-this is called session tracking.

NGP VAN uses cookies, or a functionally equivalent technology, to track sessions. Session tracking and the use of cookies help make your use of the service more efficient and seamless.

NGP VAN does not use cookies or the information obtained through cookies for any purpose unrelated to your activities on our Web pages. NGP VAN does not obtain or store personal information about you (such as your name, address, telephone number, or social security number) through the use of cookies.

Distribution of Information

Notwithstanding the above, we reserve the right to disclose data as applicable, if we are under a duty to disclose or share your personal data in order to comply with any legal obligation, or in order to enforce or apply our Terms and other agreements; or to protect the rights, property, or safety of NGP VAN, Inc., our customers, or others. This includes exchanging information with other companies and organizations for the purposes of fraud protection and credit risk reduction.

Acceptance:

Your use of our Web-based software and services constitutes your consent to and your agreement with this Privacy Statement. If you do not agree to this policy, then you are not permitted to use our software or services.

NGP VAN reserves the right at any time and without notice to change this privacy policy simply by posting the change on our Web site, so users are encouraged to review this page on a regular basis. Any such change will be effective immediately upon posting. Your continued use of the software and services will signify your acceptance of those changes.

If you have questions or concerns about this privacy policy, you may contact us at:

NGP VAN

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E-mail: support@ngpvan.com

Last Modified - 8/21/2012

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